

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO

In re:

THE FINANCIAL OVERSIGHT AND MANAGEMENT
BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO, *et al.*,

Debtors.¹

PROMESA

Title III

No. 17 BK 3283-LTS

(Jointly Administered)

In re:

THE FINANCIAL OVERSIGHT AND MANAGEMENT
BOARD FOR PUERTO RICO,

as representative of

PUERTO RICO ELECTRIC POWER AUTHORITY,

Debtor.

PROMESA

Title III

No. 17 BK 4780-LTS

ORDER ALLOWING ADMINISTRATIVE EXPENSE CLAIM FOR
COMPENSATION FOR MOBILIZATION SERVICES UNDER THE PUERTO RICO
THERMAL GENERATION FACILITIES OPERATION AND MANAGEMENT AGREEMENT

¹ The Debtors in these Title III Cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico ("Commonwealth") (Bankruptcy Case No. 17-BK-3283- LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17-BK-3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17-BK-3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17-BK-3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17- BK-4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority ("PBA") (Bankruptcy Case No. 19-BK-5523-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

Upon the *Motion for Order Allowing Administrative Expense Claim for Compensation for Mobilization Services Under the Puerto Rico Thermal Generation Facilities Operation and Management Agreement* (Docket Entry No. 23601 in Case No. 17-3283 and Docket Entry No. 3258 in Case No. 17-4780) (the “Motion”);² and the Court having found that it has subject matter jurisdiction over this matter pursuant to section 306(a) of PROMESA; and it appearing that venue in this district is proper pursuant to section 307(a) of PROMESA; and the Court having found that the Mobilization Obligations, to the extent incurred and payable under the Generation Contract during the Mobilization Period, meet all applicable requirements to be allowed and paid as administrative expenses under section 503(b) of title 11 of the United States Code (the “Bankruptcy Code”), and therefore accorded payment priority under section 507(a)(2) of the Bankruptcy Code, as made applicable by section 301 of PROMESA, 48 U.S.C. § 2161(a); and the Oversight Board having consented to the allowance of the Mobilization Obligations as administrative expense claims; and that the relief requested in the Motion is in the best interests of PREPA, its creditors, and other parties in interest; and the Court having found that PREPA provided adequate and appropriate notice of the Motion under the circumstances and that no other or further notice is required; and the Court having reviewed the Motion and its supporting materials; and the Court having determined that the legal and factual bases set forth in the Motion and its supporting materials establish just cause for the relief granted herein; and the Court having determined that no objections have been filed opposing the relief requested in the Motion; and upon the record herein, after due deliberation thereon, the Court having found that good and sufficient cause exists for the granting of the relief as set forth herein,

² Capitalized terms not otherwise defined herein shall have the meanings given to them in the Motion.

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED as set forth herein.
2. Pursuant to sections 105(a), 503, and 507(a)(2) of the Bankruptcy Code, as made applicable by section 301 of PROMESA, 48 U.S.C. § 2161(a), Genera shall have an allowed administrative expense claim for its accrued and unpaid Mobilization Obligations incurred under the Generation Contract.
3. Notwithstanding any applicability of any Bankruptcy Rule to the contrary, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.
4. To the extent required, PREPA and the Oversight Board, as PREPA's representative in this Title III Case, are authorized to take all actions, and to execute all documents, necessary or appropriate, to effectuate the relief granted in this Order in accordance with the Motion and without further order of this Court.
5. The Court shall retain jurisdiction to hear and determine any and all disputes related to or arising from the implementation, interpretation and enforcement of this Order.
6. This Order resolves Docket Entry No. 23601 in Case No. 17-3283 and Docket Entry No. 3258 in Case No. 17-4780.

SO ORDERED.

Dated: March 9, 2023

/s/ Laura Taylor Swain
LAURA TAYLOR SWAIN
United States District Judge